

- (c) **Correspondence concerning this application should be sent to (Response to Question 10):**

Applicant and/or Transferors: Judith L. Harris, Esq.
James P. Schulz, Esq.
Reed Smith, LLP
1301 K Street, N.W.
Suite 1100 – East Tower
Washington, D.C. 20005
Tel: (202) 414-9200
Fax: (202) 414-9299

Counsel for Americatel Corporation, Almendral, S.A.,
Empresa Nacional de Telecomunicaciones, S.A., and
ENTEL International B.V.I. Corporation

Transferee: Teresa D. Baer
Richard R. Cameron
Latham & Watkins LLP
555 Eleventh Street, N.W., Suite 1000
Washington, D.C. 20004
(202) 637-2200

Counsel for Platinum Equity, LLC

- (d) **A statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (Response to Question 10):**

Applicant/Licensee: Americatel has received authority under Section 214 of the Act as a non-dominant international facilities-based carrier and reseller. (*See* FCC File Nos. ITC-214-19920512-00044, ITC-214-19920512-00045, ITC-93-160-TC, ITC-214-19940517-00162, ITC-214-19940922-00294, ITC-214-19960423-00165, ITC-214-19970312-00146, ITC-214-19970421-00220.)¹⁶

Transferors: Neither Almendral, Entel Chile nor Entel BVI has previously received authority under Section 214 of the Act.

¹⁶ Concurrently with this application, the parties to this transaction are filing an application for the Commission's consent to assign two common carrier earth station licenses (call signs KA407 and KA412) and their associated Section 214 authorization (*see* File No. ITC-214-19941020-00007) from AmericaSky Corporation to Americatel. *See supra* n. 9.

Transferee:

Platinum Equity has not previously received authority under Section 214 of the Act. Platinum Equity indirectly owns a 100 percent equity and voting interest in Matrix Telecom, Inc. Matrix has received Section 214 authority to provide domestic and international facilities-based and resale telecommunications service. *See* ITC-214-19980915-00644, ITC-ASG-20040303-00200; *Matrix Telecom Application for Authority to Operate as an International Resale Carrier*, Order, Authorization and Certificate, File No. ITC 91-176, DA 91-1 192,6 FCC Rcd. 5571 (1991). In 1999, the Commission approved the transfer of control of Matrix Telecom to Platinum Equity, *see* Public Notice, Report No. TEL-00159, International Authorizations Granted, DA-99-2566 (rel. Nov. 18, 1999) (File No. ITC-T/C-19991018-00664). In addition, in 2005, the Commission approved Matrix Telecom's acquisition of certain assets from Global Crossing Telecommunications, Inc., *see* Public Notice, Report No. TEL-00907, International Authorizations Granted, DA No. 05-1295 (Rel. May 5, 2005) (File No. ITC-ASG-20050321-00150). Platinum Equity also indirectly holds a 51 percent equity and voting interest in Operator Service Company, LLC, which holds Commission authorizations to provide domestic and international telecommunications services. *See* Operator Service Company, File No. ITC-214-19920713-00057 (July 22, 1992); *Excell Agent Services, L.L.C. Application for Authority to Operate as an International Resale Carrier*, File No. ITC-97-488, Order, Authorization, and Certificate, DA 97-2513, 12 FCC Rcd 19763 (Tel. Div., Int. Bur. 1997).

ANSWER TO QUESTION 11:

Section 63.18 (Transferee) -

- (h) Following the completion of the proposed transaction, the following entity will directly or indirectly own 10% or more of the equity of Americatel:

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Platinum Equity, LLC 360 North Crescent Drive South Building Beverly Hills, California 90210	80 percent ¹⁷ equity and voting interest	United States	Investment

The following individual ultimately owns or controls 100 percent of the membership units (equity and voting interest) in Platinum Equity, LLC:

<u>Name/Address</u>	<u>Citizenship</u>	<u>Principal Business</u>
Tom T. Gores 360 North Crescent Drive South Building Beverly Hills, CA 90210	United States	Investments

Platinum Equity has no interlocking officers and directors with foreign carriers.

- (i) Platinum Equity certifies that it is not a foreign carrier within the meaning of 63.09(d) of the Commission's rules, and is not affiliated, within the meaning of 63.09(e) of the Commission's rules, with any foreign carrier.
- (j) Platinum Equity certifies that it does not seek to provide international telecommunications services to countries in which it is a foreign carrier or has an affiliation with a foreign carrier as described in Section 63.18(j) of the Commission's rules.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.

¹⁷ See fn. 4, *supra*.

- (n) Platinum Equity and Americatel each certifies that it has not agreed to accept special concessions, as defined in Section 63.14(b) of the Commission's rules, directly or indirectly, from any foreign carrier where the foreign carrier possesses market power on the foreign end of the route, and will not enter into such agreements in the future.
- (o) Platinum Equity certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's rules, that no party to this Application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This Application qualifies for streamlined processing pursuant to Section 63.12(a) of the Commission's rules, as set forth in Section IV, above.

VI. ADDITIONAL INFORMATION REQUIRED UNDER SECTION 63.04(b)

In lieu of an attachment, pursuant to Section 63.04(b) of the Commission's rules,¹⁸ Americatel submits the following information in support of its request for authority to transfer control with respect to its domestic Section 214 authority, in order to address the requirements set forth under paragraphs (a)(6) through (a)(12) of Section 63.04.

- (a)(6) A description of the proposed Transaction is set forth in **Section II** above.
- (a)(7) Americatel is a reseller of interstate domestic telecommunications services throughout the United States. Neither the Transferors nor the Transferee provides any domestic interstate telecommunications services in the United States. As indicated above, Platinum Equity indirectly holds a 100 percent equity and voting interest in Matrix Telecom, Inc., 300 N. Meridian Suite 200 North, Oklahoma City, OK 73017. Matrix Telecom, Inc. provides domestic interstate interexchange and exchange access telecommunications services throughout the U.S., as well as local exchange and intrastate interexchange and exchange access services pursuant to authorizations issued by state public utility commissions throughout the United States. Platinum Equity also indirectly holds a 100 percent equity and voting interest in Operator Service Company, LLC, a provider of directory assistance, operator services, interactive voice response, customer relationship management services, as well as intrastate, interstate and international telecommunications services.
- (a)(8) This Application is eligible for presumptive streamlining pursuant to Section 63.03(b)(2)(i) of the Commission's rules.¹⁹ Platinum Equity (including any affiliated entity or entities within the meaning of Section 3(1) of the

¹⁸ 47 C.F.R. § 63.04(b).

¹⁹ 47 C.F.R. § 63.03(b)(2)(i).

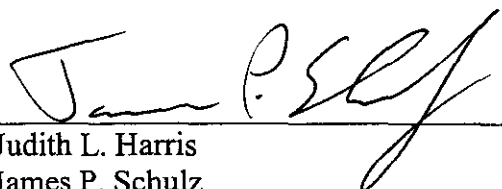
Communications Act of 1934, as amended²⁰), as the transferee, will have less than a 10 percent market share in the interstate, interexchange market and will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction. Furthermore, neither Americatel nor Platinum Equity (nor any affiliate of either) is dominant in the provision of any service. Accordingly, this Application fits the category for presumptive streamlining identified in Section 63.03(b)(2)(i) of the Commission's rules.

- (a)(9) Through this Application, Americatel seeks authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Section 63.04(b) of the Commission's rules). In connection with this same Transaction, applications are being filed with respect to two earth station licenses and an international Section 214 authorization granted by the Commission to Americatel's affiliate, AmericaSky, seeking the Commission's consent to assign those authorizations to Americatel. AmericaSky is not a party to this transaction, and Americatel is at present the only customer for AmericaSky's services. No other applications are being filed with the Commission with respect to this transaction.
- (a)(10) Not applicable.
- (a)(11) Not applicable.
- (a)(12) A statement showing how grant of this Application will serve the public interest, convenience and necessity is provided in **Section III** above.

CONCLUSION

For the foregoing reasons, Americatel respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application. Americatel respectfully requests that the Commission grant this application pursuant to its streamlined processing procedures to permit the parties to consummate the proposed transaction as soon as possible.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "James P. Schulz", is written over a horizontal line.

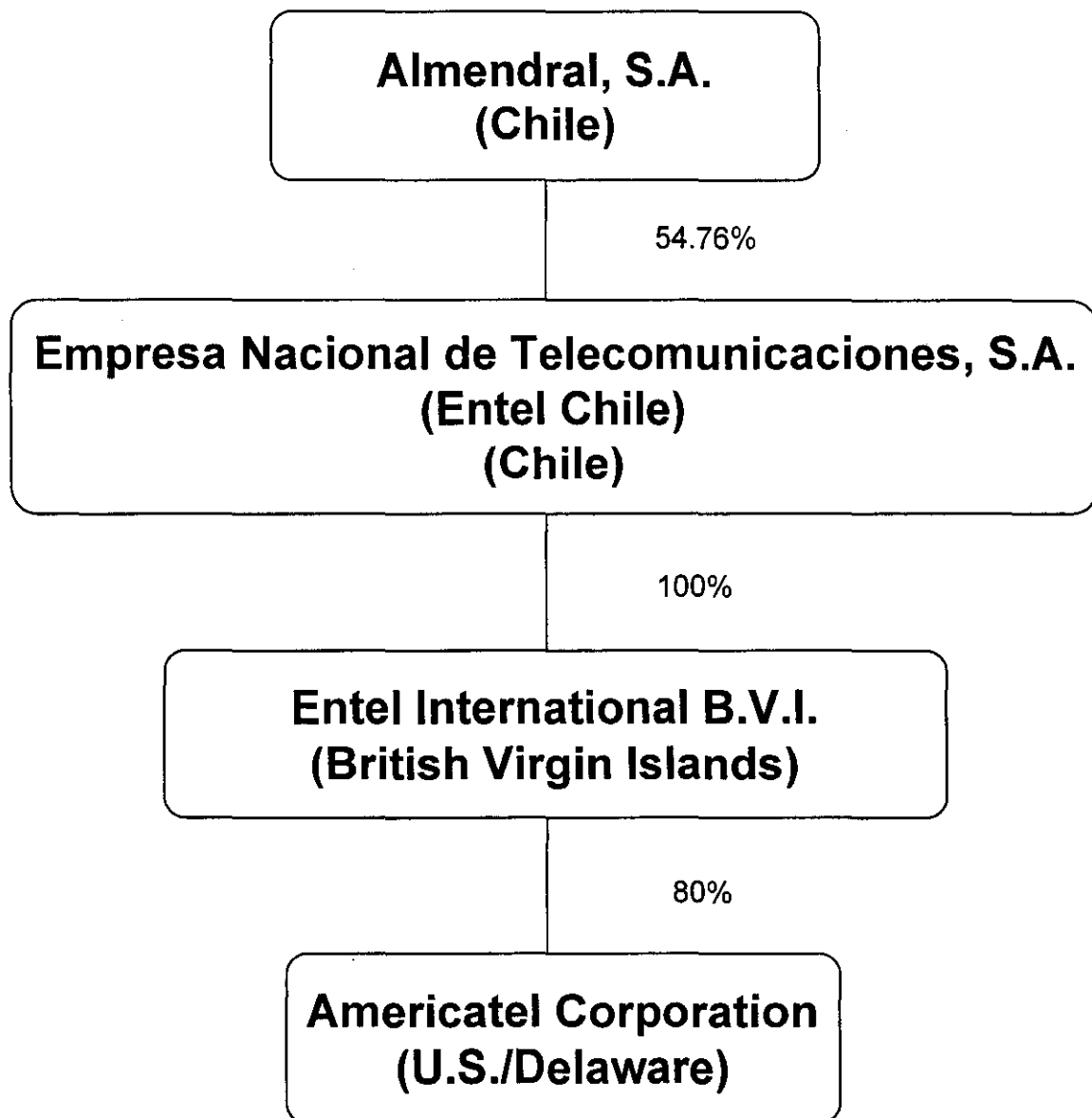
Judith L. Harris
James P. Schulz
Reed Smith, LLP
1301 K Street, NW
Suite 1100 – East Tower
Washington, DC 20005
(202) 414-9200 (Tel)
(202) 414-9299 (Fax)

Counsel for Americatel Corporation

Dated: April 20, 2006

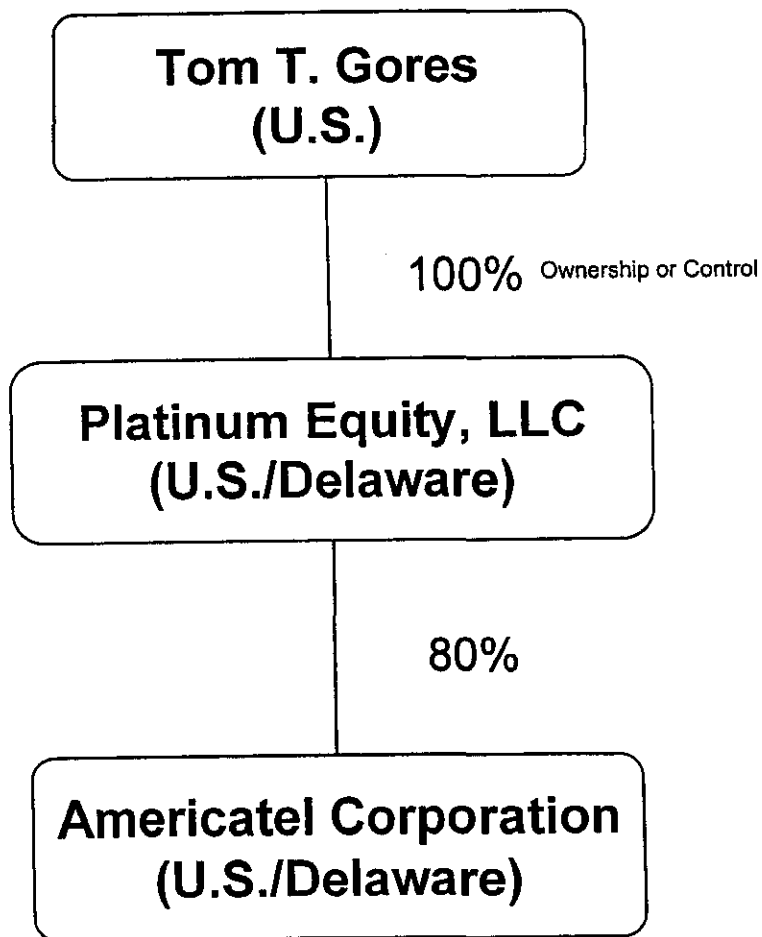
Exhibit A
(Organizational Charts)

**Americatel Corporation
(Ownership Pre-Transaction,
Showing Citizenship and State of
Incorporation, Where Applicable)**



Americatel Corporation

**(Ownership Post-Transaction,
Showing Citizenship and State of
Incorporation, Where Applicable)**



CERTIFICATIONS

CERTIFICATION

I, Victor A. Lago, Corporate Secretary of Americatel Corporation ("Americatel"), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Americatel, the Applicant/Licensee in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Applicant/Licensee is true and accurate to the best of my knowledge, and that the Applicant/Licensee is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

By: Victor A. Lago

Name: Victor A. Lago

Title: Corporate Secretary
Americatel Corporation

Date: April 6, 2006

CERTIFICATION

I, Alvaro Correa, chief executive officer of Almendral, S.A. ("Almendral"), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Almendral, a Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to Almendral is true and accurate to the best of my knowledge, and that Almendral is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

By: 

Name: Alvaro Correa


Title: Chief Executive Officer
Almendral, S.A.

Date: April 6, 2006

off

CERTIFICATION

I, Richard Büchi, Chief Executive Officer of Empresa Nacional de Telecomunicaciones, S.A. ("ENTEL-Chile"), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of ENTEL-Chile, a Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to ENTEL-Chile is true and accurate to the best of my knowledge, and that ENTEL-Chile is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

By: 
Name: Richard Büchi
Title: Chief Executive Officer
Empresa Nacional de Telecomunicaciones, S.A.

Date: April 6, 2006



CERTIFICATION

I, Felipe Ureta, Chief Financial Officer of ENTEL International B.V.I. Corporation ("ENTEL B.V.I."), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of ENTEL B.V.I., a Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to ENTEL B.V.I. is true and accurate to the best of my knowledge, and that ENTEL B.V.I. is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

By: 

Name: Felipe Ureta

Title: Chief Financial Officer

ENTEL International B.V.I. Corporation

Date: April 6, 2006

CERTIFICATION

I, Eva Kalawski, Executive Vice President, General Counsel and Secretary of Platinum Equity, LLC ("Platinum Equity"), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Platinum Equity, the Transferee in the foregoing application. I further certify that the information in the foregoing application as it pertains to Platinum Equity is true and accurate to the best of my knowledge, and that Platinum Equity is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

By: 

Name: Eva Kalawski

Title: Executive Vice President, General Counsel
and Secretary, Platinum Equity, LLC

Date: April 19, 2006